

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

|   |   |                                 |
|---|---|---------------------------------|
| In re:                                  | ) | Chapter 11                      |
|   | ) |                                 |
| W.R. Grace & Co., et al. <sup>1</sup> , | ) | Case No. 01-01139 (KJC)         |
|   | ) | (Jointly Administered)          |
|   | ) |                                 |
| Debtors.                                | ) | <b>Related Docket No. 31854</b> |

**CERTIFICATION OF COUNSEL REGARDING THE ORDER GRANTING THE  
APPLICATION OF BARNWELL WHALEY PATTERSON & HELMS, L.L.C. AS  
COUNSEL TO THE ZAI (CLASS 7B) TRUSTEE EDWARD B. COTTINGHAM, JR.,  
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES RELATING TO PLAN IMPLEMENTATION FOR THE  
PERIOD OF DECEMBER 1, 2013 THROUGH FEBRUARY 3, 2014**

The undersigned, counsel for Barnwell Whaley Patterson & Helms, L.L.C. (“Barnwell Whaley”), hereby certifies as follows:

1. On March 12, 2014, Barnwell Whaley filed their *Application of Barnwell Whaley Patterson & Helms, L.L.C. as Counsel to the ZAI (Class 7B) Trustee Edward B. Cottingham, Jr., for Compensation for Services and Reimbursement of Expenses Relating to Plan Implementation for the Period of December 1, 2013 through February 3, 2014* (the “Application”) (Docket No. 31854).
2. The undersigned certifies that (i) he has received no answer, objection or responsive pleading with respect to the Application and (ii) he has reviewed the Court’s docket

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Anicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, and H-G Coal Company.

in this case and no answer, objection or other responsive pleading to the Application appears thereon. Pursuant to the Notice, objections to the Application were due by no later than March 26, 2014. The proposed order filed with the Application incorrectly listed the final allowance as \$11,975.00. However, as set forth in Exhibit A of the Application, the correct amount should be \$9,875.00 for the final allowance of Barnwell Whaley.

3. A copy of the Proposed Amended Order is attached hereto as Exhibit A. A blackline showing the changes from the original Order is attached hereto as Exhibit B.

**CONCLUSION**

WHEREFORE, Barnwell Whaley respectfully requests that this Honorable Court enter the Order attached to the Application as Exhibit A.

Date: March 28, 2014  
Wilmington, DE

**SULLIVAN • HAZELTINE • ALLINSON LLC**

/s/ William D. Sullivan

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*Counsel to Barnwell Whaley Patterson & Helms,  
L.L.C.*

# Exhibit A

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

|                           |   |                                 |
|---------------------------|---|---------------------------------|
| In re:                    | ) | Chapter 11                      |
|                           | ) |                                 |
| W.R. Grace & Co., et al., | ) | Case No. 01-01139 (KJC)         |
|                           | ) | (Jointly Administered)          |
|                           | ) |                                 |
| Debtors.                  | ) | <b>Related Docket No. _____</b> |

**ORDER GRANTING APPLICATION BARNWELL WHALEY PATTERSON &  
HELMS, L.L.C. AS COUNSEL TO THE ZAI (CLASS 7B) TRUSTEE EDWARD B.  
COTTINGHAM, JR., FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT  
OF EXPENSES RELATING TO PLAN IMPLEMENTATION FOR THE PERIOD  
OF DECEMBER 1, 2013 THROUGH FEBRUARY 3, 2014**

Upon consideration of the Application of Barnwell Whaley as counsel to Edward B. Cottingham, as ZAI (Class 7B) Trustee seeking the entry of an Order for allowance of compensation and reimbursement of expenses on a final basis for the period of December 1, 2013 through February 3, 2014 (the "Application Period"); and this Court having determined that all of the requirements of sections 327, 328, 330, 331 and 503(b) of the Bankruptcy Code as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure and the applicable Local Rules have been satisfied; and it further appearing that the expenses incurred were actual, reasonable and necessary; and it appearing that notice of the Application was appropriate; and after due deliberation and sufficient good cause appearing therefore; it is hereby

ORDERED that the Application is approved on a final basis; and it is further

ORDERED that Barnwell Whaley is granted a final allowance of \$9,875.00 for fees and \$280.50 in expenses during the Application Period; and it is further

ORDERED that this Court shall retain jurisdiction over any and all matters arising from or related to the interpretation or implementation of this Order.

Dated: April \_\_\_\_, 2014  
Wilmington, Delaware

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The Honorable Kevin J. Carey  
United States Bankruptcy Judge

# Exhibit B

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: ) Chapter 11  
)  
W.R. Grace & Co., et al., ) Case No. 01-01139 (KJC)  
) (Jointly Administered)  
)  
Debtors. ) **Related Docket No. \_\_\_\_\_**

**ORDER GRANTING APPLICATION BARNWELL WHALEY PATTERSON &  
HELMS, L.L.C. AS COUNSEL TO THE ZAI (CLASS 7B) TRUSTEE EDWARD B.  
COTTINGHAM, JR., FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT  
OF EXPENSES RELATING TO PLAN IMPLEMENTATION FOR THE PERIOD  
OF DECEMBER 1, 2013 THROUGH FEBRUARY 3, 2014**

Upon consideration of the Application of Barnwell Whaley as counsel to Edward B. Cottingham, as ZAI (Class 7B) Trustee seeking the entry of an Order for allowance of compensation and reimbursement of expenses on a final basis for the period of December 1, 2013 through February 3, 2014 (the "Application Period"); and this Court having determined that all of the requirements of sections 327, 328, 330, 331 and 503(b) of the Bankruptcy Code as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure and the applicable Local Rules have been satisfied; and it further appearing that the expenses incurred were actual, reasonable and necessary; and it appearing that notice of the Application was appropriate; and after due deliberation and sufficient good cause appearing therefore; it is hereby

ORDERED that the Application is approved on a final basis; and it is further

ORDERED that Barnwell Whaley is granted a final allowance of ~~\$11,975~~\$11,975\$9,875.00 for fees and \$280.50 in expenses during the Application Period; and it is further

ORDERED that this Court shall retain jurisdiction over any and all matters arising from or related to the interpretation or implementation of this Order.

Dated: April \_\_\_\_\_, 2014  
Wilmington, Delaware

\_\_\_\_\_  
The Honorable Kevin J. Carey  
United States Bankruptcy Judge

**CERTIFICATE OF SERVICE**

I, William D. Sullivan, hereby certify that on the, hereby certify that, on March 28, 2014,

I caused one copy of the foregoing document to be served upon the parties listed below .

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March 28, 2014  
Date

/s/ William D. Sullivan  
William D. Sullivan